FCC Wireless Telecommunications Bureau
Application for Assignments of Authorization
and Transfers of Control

Approved by OMB
3060 - 0800
See instructions for
public burden estimate

Submitted 03/18/2004
at 11:05AM

File Number:
0001661766

#### Type of Transaction

- 3a) Is this a pro forma assignment of authorization or transfer of control?Yes
- 3b) If the answer to Item 3a is 'Yes', is this a notification of *apro forma* transaction being filed under the Commission's forbearance procedures for telecommunications licenses? **No**
- 4) For assignment of authorization only, is this a partition and/or disaggregation?
- 5a) Does this filing request a waiver of the Commission rules?
- If 'Yes', attach an exhibit providing the rule numbers and explaining circumstances No
- 5b) If a feeable waiver request is attached, multiply the number of stations (call signs) times the number of rule sections and enter the result
- 6) Are attachments being filed with this application? Yes
- 7a) Does the transaction that is the subject of this application also involve transfer or assignment of other wireless licenses held by the assignor/transferor or affiliates of the assignor/transferor(e g , parents, subsidiaries, or commonly controlled entities) that are not included on this form and for which Commission approval is required? Yes
- 7b) Does the transaction that is the subject of this application also involve transfer or assignment of non-wireless licenses that are not included on this form and for which Commission approval is required? Yes

### **Transaction Information**

- 8) How will assignment of authorization or transfer of control be accomplished **Sale or other assignment or transfer of stock** If required by applicable rule, attach as an exhibit a statement on how control is to be assigned or transferred, along with copies of any pertinent contracts, agreements, instruments, certified copies of Court Orders, etc
- 9) The assignment of authorization or transfer of control of license is Voluntary

#### Licensee/Assignor Information

11) First Name (if individual)	MI	Last Name	Suffix
12) Entity Name (if not an individual	) THC of Houston,	, Inc.	THE COLUMN THE PROPERTY OF THE
13) Attention To. Don A. Adams	mannamagne (1) (4)	ner nig får særenssammennen senemenske læbysky om som	
44\ D O D D	And / Or	15) Street Address: 114	400 SE 6th Street, Suite 100
14) PO Box <sup>-</sup>	Anuroi	10) 30060 Address 114	TO SE OUT SUREL, SUITE TOO
COLUMN CO	And / Oi	17) State WA	18) Zip Code 98004
16) City Bellevue 19) Telephone Number (425)519-39	****	a magazin di salamana sersara	and the second of the second o

#### 22) Race, Ethnicity, Gender of Assignor/Licensee (Optional)

	American Indian or Alaska Native	Asian	Native Hawaiian or Other Pacific Islander	White
Ethnicity:	Hispanic or Latino	Not Hispanic or Latino		
Gender:	Female.	Male.		-

# Transferor Information (for transfers of control only)

24) First Name (if individual)	MI	Last Name.	Suffix:
25) Entity Name (if not an individ	ual) <b>AT&amp;T Wire</b>	less Services, Inc.	
26) P O. Box <sup>.</sup>	And / Or	27) Street Address: 11	50 Connecticut Avenue, N.W., 4th Floor
28) City Washington	errer seriale e principal del minimo e del escribir de la comunicación de la comunicación de la comunicación d	29) State DC	30) Zip Code: 20036
31) Telephone Number (202)223	-9222	32) FAX Number (202	))223.4095

# Name of Transferor Contact Representative (if other than Transferor) (for transfers of control only)

34) First Name David	MI.	Last Name Jatlow	Suffix
35) Company Name: AT&T V	Vireless Services,	Inc.	
36) P O Box	And / Or	37) Street Address 1150 Co	onnecticut Avenue, N.W., 4th Floor
38) City: Washington		39) State DC	40) Zip Code 20036
41) Telephone Number. (202	)416-6540	42) FAX Number (202)223-	9095
43) E-Mail Address	materials representations of the control of the con	уулуучуучуу тоороо мененин тайштай тайын тайшай тайын	

# Assignee/Transferee Information

44) The Assignee is a(n) Corporat	ion	Annual anticornius not us attrabated at the light field conserved these	and a principal of the first of the National Conference on the Conference of the Conference on the Con
45) FCC Registration Number (FRN	N)· 0005823844	w waterway _ compressible of the water	and a transfer section area are the states are marked to the control of the state o
46) First Name (if individual)	MI	Last Name	Suffix
47) Entity Name (if other than indivi	idual) <b>Cingula</b> r <b>W</b>	ireless Corporation	
48) Name of Real Party in Interest	an amerima accessos say sy perdire	recommended. The consequences on the interview of the force of the consequences.	(49) TIN
50) Attention To Kellye E. Aberna	thy	which comes in the ser see combin	the date of the contract of th
51) P O Box <sup>-</sup>	And / Or	52) Street Address	17330 Preston Road, Suite 100A
53) City <b>Dallas</b>	www.yagainteet.com.net 16.0000000 contributions	54) State, TX	55) Zip Code <b>75252</b>
56) Telephone Number (972)733-2	092	57) FAX Number: (9)	72)733-8141
58) E-Mail Address	and the second	n samura and an	- The state of the

# Name of Assignee/Transferee Contact Representative (if other than Assignee/Transferee)

59) First Name. David	MI G	Last Name Richards	Suffix
60) Company Name Cingula	r Wireless LLC	•	•
61) P O. Box	And / Or	62) Street Address 5565 Gl	enridge Connector, Suite 1700
63) City Atlanta		64) State GA	65) Zip Code. 30342
66) Telephone Number (404)	236-5543	67) FAX Number (404)236-	5575
68) E-Mail Address			

# **Alien Ownership Questions**

69) Is the Assignee or Transferee a foreign government or the representative of any foreign government?	No
70) Is the Assignee or Transferee an alien or the representative of an alien?	No
71) Is the Assignee or Transferee a corporation organized under the laws of any foreign government?	No
72) is the Assignee or Transferee a corporation of which more than one-fifth of the capital stock is owned of record or voted by aliens or their representatives or by a foreign government or representative thereof or by any corporation organized under the laws of a foreign country?	No
73) is the Assignee or Transferee directly or indirectly controlled by any other corporation of which more than one-fourth of the capital stock is owned of record or voted by aliens, their representatives, or by a foreign government or representative thereof, or by any corporation organized under the laws of a foreign country? If 'Yes', attach exhibit explaining nature and extent of alien or foreign ownership or control	No

# **Basic Qualification Questions**

74) Has the Assignee or Transferee or any party to this application had any FCC station authorization, license or construction permit revoked or had any application for an initial, modification or renewal of FCC station authorization, license, construction permit denied by the Commission? If 'Yes', attach exhibit explaining circumstances.	No
75) Has the Assignee or Transferee or any party to this application, or any party directly or indirectly controlling the Assignee or Transferee, or any party to this application ever been convicted of a felony by any state or federal court? If 'Yes', attach exhibit explaining circumstances.	No
76) Has any court finally adjudged the Assignee or Transferee, or any party directly or indirectly controlling the Assignee or Transferee guilty of unlawfully monopolizing or attempting unlawfully to monopolize radio communication, directly or indirectly, through control of manufacture or sale of radio apparatus, exclusive traffic arrangement, or any other means or unfair methods of competition? If 'Yes', attach exhibit explaining circumstances.	No
77) Is the Assignee or Transferee, or any party directly or indirectly controlling the Assignee or Transferee currently a party in any pending matter referred to in the preceding two items? If 'Yes', attach exhibit explaining circumstances	Yes

# 78) Race, Ethnicity, Gender of Assignee/Transferee (Optional)

Water Statement Common	Mara	American Indian or Alaska Native	Asian	Black or African-American	Native Hawaiian or Other Pacific Islander	White	and the same of the same of
Scancerca quagaga at	Ethnicity <sup>.</sup>	Hispanic or Latino	Not Hispanic or Latino				
lancarra.	Gender	Female	Male	•			-

## **Assignor/Transferor Certification Statements**

transferred until the consent of the Fed	eral Communication bject to streamlined	othorization will not be assigned or that its Commission has been given, or (2) the notification procedures for of forma asset of Order, 13 FCC Red 6293(1998).	at prior Commission consent is not
		nade in this application and in the exhib lication, and are true, complete, correct,	
79) Typed or Printed Name of Party Au	thorized to Sign		oproprom ge Halfsdorm ge Halfsdorm
First Name <b>Douglas</b>	MII	Last Name Brandon	Suffix
80) Title Vice President	entito Arite V.		MARIE DE MINERANDORE E METERON - PERMINENTENSE PER LANGUAGE MARIE METERON DE CENTRANDOR DE CE
Signature: Douglas I Brandon		81) Date: 03/18/04	A STATE OF THE STA

# Assignee/Transferee Certification Statements

- 1) The Assignee or Transferee certifies either (1) that the authorization will not be assigned or that control of the license will not be transferred until the consent of the Federal Communications Commission has been given, or (2) that prior Commission consent is not required because the transaction is subject to streamlined notification procedures forma assignments and transfers by telecommunications carriers See Memorandum Opinion and Order, 13 FCC Rcd. 6293 (1998).
- 2) The Assignee or Transferee waives any claim to the use of any particular frequency or of the electromagnetic spectrum as against the regulatory power of the United States because of the previous use of the same, whether by license or otherwise, and requests an authorization in accordance with this application.
- 3) The Assignee or Transferee certifies that grant of this application would not cause the Assignee or Transferee to be in violation of any pertinent cross-ownership, attribution, or spectrum cap rule \*
- \*If the applicant has sought a waiver of any such rule in connection with this application, it may make this certification subject to the outcome of the waiver request
- 4) The Assignee or Transferee agrees to assume all obligations and abide by all conditions imposed on the Assignor or Transferor under the subject authorization(s), unless the Federal Communications Commission pursuant to a request made herein otherwise allows, except for liability for any act done by, or any right accured by, or any suit or proceeding had or commenced against the Assignor or Transferor prior to this assignment.
- 5) The Assignee or Transferee certifies that all statements made in this application and in the exhibits, attachments, or in documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith
- 6) The Assignee or Transferee certifies that neither it nor any other party to the application is subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1998, 21 U.S.C.§ 862, because of a conviction for possession or distribution of a controlled substance. See Section 1.2002(b) of the rules, 47 CFR § 1.2002(b), for the definition of "party to the application" as used in this certification.
- 7) The applicant certifies that it either (1) has an updated Form 602 on file with the Commission, (2) is filing an updated Form 602 simultaneously with this application, or (3) is not required to file Form 602 under the Commission's rules

#### 82) Typed or Printed Name of Party Authorized to Sign

First Name Carol	Mi· L	Last Name Tacker	Suffix
83) Title VP-Asst. Gen. Couns	el & Corp. Secretary		
Signature: Carol L Tacker		84) Date 03/18/04	
IMPRISONMENT (U.S. Code, T	itie 18, Section 1001) AND/	R ANY ATTACHMENTS ARE PUNI FOR REVOCATION OF ANY STATION FORFEITURE (U.S. Code, Title 47,	ON LICENSE OR CONSTRUCTION

#### Authorizations To Be Assigned or Transferred

85) Call Sign	86) Radio Service	87) Location Number	88) Path Number (Microwave only)	89) Frequency Number	90) Lower or Center Frequency (MHz)	91) Upper Frequency (MHz)	92) Constructed Yes / No	93) Assigment Indicator
KNLH625	CW				,		Yes	,

FCC Form 603 Schedule A

# Schedule for Assignments of Authorization and Transfers of Control in Auctioned Services

Approved by OMB 3060 - 0800 See instructions for public burden estimate

#### **Assignments of Authorization**

# 1) Assignee Eligibility for Installment Payments (for assignments of authorization only)

Is the Assignee claiming the same category or a smaller category of eligibility for installment payments as the Assignor (as determined by the applicable rules governing the licenses issued to the Assignor)?

If 'Yes', is the Assignee applying for installment payments?

# 2) Gross Revenues and Total Assets Information (if required) (for assignments of authorization only)

Refer to applicable auction rules for method to determine required gross revenues and total assets information

Year 1 Gross Revenues (current)	Year 2 Gross Revenues	Year 3 Gross Revenues	Total Assets

#### 3) Certification Statements

#### For Assignees Claiming Eligibility as an Entrepreneur Under the General Rule

Assignee certifies that they are eligible to obtain the licenses for which they apply

#### For Assignees Claiming Eligibility as a Publicly Traded Corporation

Assignee certifies that they are eligible to obtain the licenses for which they apply and that they comply with the definition of a Publicly Traded Corporation, as set out in the applicable FCC rules.

#### For Assignees Claiming Eligibility Using a Control Group Structure

Assignee certifies that they are eligible to obtain the licenses for which they apply

Assignee certifies that the applicant's sole control group member is a pre-existing entity, if applicable.

# For Assignees Claiming Eligibility as a Very Small Business, Very Small Business Consortium, Small Business, or as a Small Business Consortium

Assignee certifies that they are eligible to obtain the licenses for which they apply

Assignee certifies that the applicant's sole control group member is a pre-existing entity, if applicable

#### For Assignees Claiming Eligibility as a Rural Telephone Company

Assignee certifies that they meet the definition of a Rural Telephone Company as set out in the applicable FCC rules, and must disclose all parties to agreement(s) to partition licenses won in this auction. See applicable FCC rules

#### **Transfers of Control**

#### Licensee Eligibility (for transfers of control only)

As a result of transfer of control, must the licensee now claim a larger or higher category of eligibility than was originally declared?

No

If 'Yes', the new category of eligibility of the licensee is.

#### Certification Statement for Transferees

Transferee certifies that the answers provided in Item 4 are true and correct

#### **Attachment List**

Attachment Type	Date	Description	Contents
Other	03/17/04	Exh 1: Desc. of Transaction & Public Interest Statement	0179168649924644207387520.pdf

# EXHIBIT 1 DESCRIPTION OF TRANSACTION AND PUBLIC INTEREST STATEMENT

# **Lead Application Information**

This application is one of a series of applications being filed in connection with the proposed transfer of control of AT&T Wireless Services, Inc. ("AWS") and its subsidiaries, along with its interests in affiliates and other entities in which AWS holds substantial interests, to Cingular Wireless Corporation ("Cingular"). The parties have designated the application being filed concurrently for the transfer of control of AT&T Wireless PCS, LLC to Cingular as the lead application for the transaction (ULS File No. 0001656065). All exhibits relevant to the transaction, including a waiver request where warranted, are contained in the lead application and are incorporated herein by reference.

FCC Wireless Telecommunications Bureau
Application for Assignments of Authorization
and Transfers of Control

Approved by OMB
3060 - 0800
See instructions for
public burden estimate

Submitted 03/18/2004
at 11:07AM

File Number:
0001661769

Application Purpose **Transfer of Control** Application Purpose **Transfer of Control** If this request is for an Amendment or Withdrawal, enter the File Number of the pending application currently on file with the FCC

 File numbers of related pending applications currently on file with the FCC

#### Type of Transaction

- 3a) Is this a pro forma assignment of authorization or transfer of control?Yes
- 3b) If the answer to Item 3a is 'Yes', is this a notification of *apro forma* transaction being filed under the Commission's forbearance procedures for telecommunications licenses? **No**
- 4) For assignment of authorization only, is this a partition and/or disaggregation?
- 5a) Does this filing request a waiver of the Commission rules?
- If 'Yes', attach an exhibit providing the rule numbers and explaining circumstancesNo
- 5b) If a feeable waiver request is attached, multiply the number of stations (call signs) times the number of rule sections and enter the result
- Are attachments being filed with this application?Yes
- 7a) Does the transaction that is the subject of this application also involve transfer or assignment of other wireless licenses held by the assignor/transferor or affiliates of the assignor/transferor(e g, parents, subsidiaries, or commonly controlled entities) that are not included on this form and for which Commission approval is required?Yes
- 7b) Does the transaction that is the subject of this application also involve transfer or assignment of non-wireless licenses that are not included on this form and for which Commission approval is required? Yes

#### **Transaction Information**

- 8) How will assignment of authorization or transfer of control be accomplished **Sale or other assignment or transfer of stock** If required by applicable rule, attach as an exhibit a statement on how control is to be assigned or transferred, along with copies of any pertinent contracts, agreements, instruments, certified copies of Court Orders, etc
- 9) The assignment of authorization or transfer of control of license is Voluntary

#### Licensee/Assignor Information

10) FCC Registration Number (FRN)	.0002049559	agent to the second	e and allocate and the an allocate and alloc
11) First Name (if individual)	MI	Last Name	Suffix
12) Entity Name (if not an individual)	THC of Melbourn	ne, Inc.	
13) Attention To Don A. Adams	according to the according to the according	A VENDELLY IN WILLIAM WARRANDERMOON MANAGER WHEN THE REPORT OF THE PROPERTY OF	
(14) P O Box	And / Or	15) Street Address 114	00 SE 6th Street, Suite 100
16) City Bellevue	•	17) State WA	18) Zip Code 98004
19) Telephone Number (425)519-39	88	20) FAX Number	
21) E-Mail Address		***	AND

#### 22) Race, Ethnicity, Gender of Assignor/Licensee (Optional)

	American Indian or Alaska Native	Asian	Native Hawalian or Other Pacific Islander.	White
Ethnicity:	Hispanic or Latino	Not Hispanic or Latino		
Gender:	Female	Male.		

# Transferor Information (for transfers of control only)

Or 27) Street Address 11 29) State DC	50 Connecticut Avenue, N.W., 4th Floor 30) Zip Code 20036	
Or 27) Street Address 11	50 Connecticut Avenue, N.W., 4th Floor	
Vireless Services, Inc.		
Last Name <sup>-</sup>	Suffix <sup>*</sup>	
	Vireless Services, Inc.	Last Name Suffix Vireless Services, Inc.

# Name of Transferor Contact Representative (if other than Transferor) (for transfers of control only)

34) First Name David	MI	Last Name Jatlow	Suffix
35) Company Name AT&T \	Wireless Services,	Inc.	
36) PO Box	And / Or	37) Street Address 1150 Co	nnecticut Avenue, N.W., 4th Floor
38) City Washington	Anti-de de <del>description</del> de la constant de la const	39) State DC	40) Zip Code <sup>,</sup> <b>20036</b>
41) Telephone Number (202	)416-6540	42) FAX Number (202)223-9	095
43) E-Mail Address	~ ~ ~ ~ ~ ~ ~ ~ ~ ~ ~ ~ ~ ~ ~ ~ ~ ~ ~	gyar waren ar ar ann ann ann ann ann ann ann ann	

# Assignee/Transferee Information

45) FCC Registration Number (FRI	N) 0005823844		
46) First Name (if individual)	MI	Last Name	Suffix
47) Entity Name (if other than indiv	ıdual) Cı <mark>ngular W</mark> ı	reless Corporation	
48) Name of Real Party in Interest	M de Archerhede de Millere	VP RVV PROVVV Activity Addition for an account or a supplying	49) TIN
50) Attention To Kellye E. Aberna	thy	THE WITH ME AND THE WAY AND ADDRESS AND AD	The second secon
51) P O. Box	And / Or	52) Street Address	17330 Preston Road, Suite 100A
53) City. <b>Dallas</b>	Accordance to the second secon	54) State TX	55) Zip Code <b>75252</b>
56) Telephone Number (972)733-2	092	57) FAX Number (9	72)733-8141
58) E-Mail Address	~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~	William the warmen warmen warmen and a	agging M (M (M ) 1 to 1

# Name of Assignee/Transferee Contact Representative (if other than Assignee/Transferee)

59) First Name David	MI G	Last Name Richards	Suffix
60) Company Name Cingula	r Wireless LLC		
61) P O Box	And / Or	62) Street Address 5565 G	ilenridge Connector, Suite 1700
63) City Atlanta		64) State GA	65) Zıp Code. 30342
66) Telephone Number (404)	236-5543	67) FAX Number (404)236	-5575
68) E-Mail Address		an en consecutivos supresente <mark>ncimos que por queste</mark> ncim	and the second s

# **Alien Ownership Questions**

69) Is the Assignee or Transferee a foreign government or the representative of any foreign government?	No
70) Is the Assignee or Transferee an alien or the representative of an alien?	No
71) Is the Assignee or Transferee a corporation organized under the laws of any foreign government?	No
72) Is the Assignee or Transferee a corporation of which more than one-fifth of the capital stock is owned of record or voted by aliens or their representatives or by a foreign government or representative thereof or by any corporation organized under the aws of a foreign country?	No
73) is the Assignee or Transferee directly or indirectly controlled by any other corporation of which more than one-fourth of the capital stock is owned of record or voted by aliens, their representatives, or by a foreign government or representative thereof, or by any corporation organized under the laws of a foreign country? If 'Yes', attach exhibit explaining nature and extent of alien or organized under the laws of a foreign country?	No

## **Basic Qualification Questions**

74) Has the Assignee or Transferee or any party to this application had any FCC station authorization, license or construction permit revoked or had any application for an initial, modification or renewal of FCC station authorization, license, construction permit denied by the Commission? If 'Yes', attach exhibit explaining circumstances.	No
75) Has the Assignee or Transferee or any party to this application, or any party directly or indirectly controlling the Assignee or Transferee, or any party to this application ever been convicted of a felony by any state or federal court? If 'Yes', attach exhibit explaining circumstances	
76) Has any court finally adjudged the Assignee or Transferee, or any party directly or indirectly controlling the Assignee or Transferee guilty of unlawfully monopolizing or attempting unlawfully to monopolize radio communication, directly or indirectly, through control of manufacture or sale of radio apparatus, exclusive traffic arrangement, or any other means or unfair methods of competition? If 'Yes', attach exhibit explaining circumstances	No
77) Is the Assignee or Transferee, or any party directly or indirectly controlling the Assignee or Transferee currently a party in any pending matter referred to in the preceding two items? If 'Yes', attach exhibit explaining circumstances	Yes

# 78) Race, Ethnicity, Gender of Assignee/Transferee (Optional)

Ra	ice:	American Indian or Alaska Native	Asian	Black or African-American	Native Hawaiian or Other Pacific Islander	White	
Et	hnicity:	Hispanic or Latino	Not Hispanic or Latino	-			
Ge	nder	Female	Male			400	

## **Assignor/Transferor Certification Statements**

1) The Assignor or Transferor certifies either (1) that the authorization will not be assigned or that control of the license will not be transferred until the consent of the Federal Communications Commission has been given, or (2) that prior Commission consent is not required because the transaction is subject to streamlined notification procedures for forma assignments and transfers by telecommunications carriers. See Memorandum Opinion and Order, 13 FCC Rcd. 6293(1998).
2) The Assignor or Transferor certifies that all statements made in this application and in the exhibits, attachments, or in documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith.
79) Typed or Printed Name of Party Authorized to Sign

79) Typed or Printed Name of Party Autho	rized to Sign		
First Name Douglas	MII	Last Name Brandon	Suffix.
80) Title Vice President		A M AM A S ST PRESIDENCE. F POST W MANAGE	
Signature. Douglas I Brandon	View off official of office of officeron observation.	81) Date 03/18/04	No. of the state o

# Assignee/Transferee Certification Statements

- 1) The Assignee or Transferee certifies either (1) that the authorization will not be assigned or that control of the license will not be transferred until the consent of the Federal Communications Commission has been given, or (2) that prior Commission consent is not required because the transaction is subject to streamlined notification procedures form assignments and transfers by telecommunications carriers See Memorandum Opinion and Order, 13 FCC Rcd. 6293 (1998)
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- 3) The Assignee or Transferee certifies that grant of this application would not cause the Assignee or Transferee to be in violation of any pertinent cross-ownership, attribution, or spectrum cap rule.\*
- \*If the applicant has sought a waiver of any such rule in connection with this application, it may make this certification subject to the outcome of the waiver request
- 4) The Assignee or Transferee agrees to assume all obligations and abide by all conditions imposed on the Assignor or Transferor under the subject authorization(s), unless the Federal Communications Commission pursuant to a request made herein otherwise allows, except for liability for any act done by, or any right accured by, or any suit or proceeding had or commenced against the Assignor or Transferor prior to this assignment
- 5) The Assignee or Transferee certifies that all statements made in this application and in the exhibits, attachments, or in documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith.
- 6) The Assignee or Transferee certifies that neither it nor any other party to the application is subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1998, 21 U.S.C § 862, because of a conviction for possession or distribution of a controlled substance. See Section 1 2002(b) of the rules, 47 CFR § 1 2002(b), for the definition of "party to the application" as used in this certification.
- 7) The applicant certifies that it either (1) has an updated Form 602 on file with the Commission, (2) is filing an updated Form 602 simultaneously with this application, or (3) is not required to file Form 602 under the Commission's rules

### 82) Typed or Printed Name of Party Authorized to Sign

First Name Carol	MIL	Last Name. Tacker	Suffix
83) Title VP-Asst. Gen Counsel 8	Corp. Secretary	and the second contract of the second contrac	
Signature Carol L Tacker	a programment the control of the con	84) Date. 03/18/04	
WILLFUL FALSE STATEMENTS MIMPRISONMENT (U.S. Code, Title PERMIT (U.S. Code, Title 47, Sect	18, Section 1001) AND	OOR REVOCATION OF ANY STA	ATION LICENSE OR CONSTRUCTION

#### Authorizations To Be Assigned or Transferred

85) Call Sign	86) Radio Service	87) Location Number	88) Path Number (Microwave only)	89) Frequency Number	90) Lower or Center Frequency (MHz)	91) Upper Frequency (MHz)	92) Constructed Yes / No	93) Assigment Indicator
KNLH627	CW						Yes	

FCC Form 603 Schedule A

# Schedule for Assignments of Authorization and Transfers of Control in Auctioned Services

Approved by OMB 3060 - 0800 See instructions for public burden estimate

#### **Assignments of Authorization**

# 1) Assignee Eligibility for Installment Payments (for assignments of authorization only)

Is the Assignee claiming the same category or a smaller category of eligibility for installment payments as the Assignor (as determined by the applicable rules governing the licenses issued to the Assignor)?

If 'Yes', is the Assignee applying for installment payments?

## 2) Gross Revenues and Total Assets Information (If required) (for assignments of authorization only)

Refer to applicable auction rules for method to determine required gross revenues and total assets information

Year 1 Gross Revenues (current)	Year 2 Gross Revenues	Year 3 Gross Revenues	Total Assets

#### 3) Certification Statements

#### For Assignees Claiming Eligibility as an Entrepreneur Under the General Rule

Assignee certifies that they are eligible to obtain the licenses for which they apply

#### For Assignees Claiming Eligibility as a Publicly Traded Corporation

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#### For Assignees Claiming Eligibility Using a Control Group Structure

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Assignee certifies that the applicant's sole control group member is a pre-existing entity, if applicable

# For Assignees Claiming Eligibility as a Very Small Business, Very Small Business Consortium, Small Business, or as a Small Business Consortium

Assignee certifies that they are eligible to obtain the licenses for which they apply.

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Assignee certifies that they meet the definition of a Rural Telephone Company as set out in the applicable FCC rules, and must disclose all parties to agreement(s) to partition licenses won in this auction. See applicable FCC rules

## **Transfers of Control**

#### 4) Licensee Eligibility (for transfers of control only)

As a result of transfer of control, must the licensee now claim a larger or higher category of eligibility than was originally declared?

No

If 'Yes', the new category of eligibility of the licensee is

#### **Certification Statement for Transferees**

Transferee certifies that the answers provided in Item 4 are true and correct

#### **Attachment List**

Attachment Type	Date	Description	Contents
Other	03/17/04	Exh 1: Desc. of Transaction & Public Interest Statement	0179168680920558481299945.pdf

# EXHIBIT 1 DESCRIPTION OF TRANSACTION AND PUBLIC INTEREST STATEMENT

# **Lead Application Information**

This application is one of a series of applications being filed in connection with the proposed transfer of control of AT&T Wireless Services, Inc. ("AWS") and its subsidiaries, along with its interests in affiliates and other entities in which AWS holds substantial interests, to Cingular Wireless Corporation ("Cingular"). The parties have designated the application being filed concurrently for the transfer of control of AT&T Wireless PCS, LLC to Cingular as the lead application for the transaction (ULS File No. 0001656065). All exhibits relevant to the transaction, including a waiver request where warranted, are contained in the lead application and are incorporated herein by reference.

FCC 603	FCC Wireless Telecommunications Bureau Application for Assignments of Authorization and Transfers of Control	Approved by OMB 3060 - 0800 See instructions for public burden estimate
		Submitted 03/18/2004 at 11:09AM
		File Number: <b>0001661778</b>

1) Application Purpose. Transfer of Control	
2a) If this request is for an Amendment or Withdrawal, enter the File Number of the pending application currently on file with the FCC	File Number:
2b) File numbers of related pending applications currently on file with the FCC.	

#### Type of Transaction

- 3a) Is this a pro forma assignment of authorization or transfer of control?Yes
- 3b) If the answer to Item 3a is 'Yes', is this a notification of *pro forma* transaction being filed under the Commission's forbearance procedures for telecommunications licenses?**No**
- 4) For assignment of authorization only, is this a partition and/or disaggregation?
- 5a) Does this filing request a waiver of the Commission rules?
- If 'Yes', attach an exhibit providing the rule numbers and explaining circumstances No
- 5b) If a feeable waiver request is attached, multiply the number of stations (call signs) times the number of rule sections and enter the result
- 6) Are attachments being filed with this application?Yes
- 7a) Does the transaction that is the subject of this application also involve transfer or assignment of other wireless licenses held by the assignor/transferor or affiliates of the assignor/transferor(e.g., parents, subsidiaries, or commonly controlled entities) that are not included on this form and for which Commission approval is required? Yes
- 7b) Does the transaction that is the subject of this application also involve transfer or assignment of non-wireless licenses that are not included on this form and for which Commission approval is required? Yes

#### Transaction Information

- 8) How will assignment of authorization or transfer of control be accomplished Sale or other assignment or transfer of stock if required by applicable rule, attach as an exhibit a statement on how control is to be assigned or transferred, along with copies of any pertinent contracts, agreements, instruments, certified copies of Court Orders, etc
- 9) The assignment of authorization or transfer of control of license is Voluntary

#### Licensee/Assignor Information

10) FCC Registration Number (FRN	0002049518		
11) First Name (if individual)	ŧΜ̄Ι	Last Name	Suffix
12) Entity Name (if not an individual	THC of Orlando	, Inc.	as in the sea who care that and an extension on the all themselved an extension control of the agent control
13) Attention To Don A. Adams	as the second on	MARIAN # W #1001W	THE CORP. THE SECONDARY CONTRACTOR AND AN AND ADDRESS CONTRACTOR SECONDARY CONTRACTOR CO
14) P O Box	And / Or	15) Street Address 1	1400 SE 6th Street, Suite 100
16) City Bellevue		17) State WA	18) Zip Code <b>98004</b>
19) Telephone Number (425)519-39	88	20) FAX Number	
21) E-Mail Address	·	w	and completion with the control and the first the control and

#### 22) Race, Ethnicity, Gender of Assignor/Licensee (Optional)

	American Indian or Alaska Native.	Asian	Black or African-American.	Native Hawaiian or Other Pacific Islander:	White
Ethnicity:	Hispanic or Latino	Not Hispanic or Latino.			
Gender:	Female	Male			

# Transferor Information (for transfers of control only)

	•	Last Name	Suffix
25) Entity Name (if not an individual)	AT&T Wire	less Services, Inc.	
26) P O Box	And / Or 27) Street Address 1150 Connecticut Avenue, N.W., 4th Floor		
28) City Washington		29) State DC	30) Zip Code <sup>.</sup> <b>20036</b>
31) Telephone Number (202)223-92	22	32) FAX Number (202	()223-9095

# Name of Transferor Contact Representative (if other than Transferor) (for transfers of control only)

34) First Name David	MI	Last Name Jatlow	Suffix <sup>-</sup>
35) Company Name. AT&T V	Vireless Services	, Inc.	
36) P.O. Box <sup>-</sup>	And / Or	37) Street Address 1150 Co	nnecticut Avenue, N.W., 4th Floor
38) City Washington	**************************************	39) State DC	40) Zip Code <b>20036</b>
41) Telephone Number (202	)416-6540	42) FAX Number (202)223-9	095
43) E-Mail Address.	ele reconomicar i servica da distributiva de la reconomica de encolario del encolario de encolario	and an entire of the second control of the second s	AND

# Assignee/Transferee Information

56) Telephone Number (972)733-2 58) E-Mail Address	2092	57) FAX Number <b>(97</b>	72)733-8141
53) City <b>Dallas</b>	and the same of th	54) State TX	55) Zip Code <b>75252</b>
51) P O Box	And / Or	52) Street Address 1	7330 Preston Road, Suite 100A
50) Attention To Kellye E. Aberna	ithy		
48) Name of Real Party in Interest	man - manife a manife i		49) TIN
47) Entity Name (if other than indiv	ndual) <b>Cingular W</b>	ireless Corporation	
46) First Name (if individual)	MI	Last Name	Suffix
45) FCC Registration Number (FRI	N) <sup>-</sup> 0005823844		
44) The Assignee is a(n) Corpora	tion	an anna iga iy oo aa	The second secon

# Name of Assignee/Transferee Contact Representative (if other than Assignee/Transferee)

59) First Name David	MIG	Last Name Richards	Sufflx
60) Company Name Cingular	Wireless LLC		water:
61) P O Box	And / Or	62) Street Address 5565 Gl	enridge Connector, Suite 1700
63) City Atlanta		64) State GA	65) Zip Code 30342
66) Telephone Number (404)2	36-5543	67) FAX Number (404)236-	5575
68) E-Mail Address	**************************************	and the second s	The second of th

# **Alien Ownership Questions**

69) Is the Assignee or Transferee a foreign government or the representative of any foreign government?	No
70) Is the Assignee or Transferee an alien or the representative of an alien?	No
71) Is the Assignee or Transferee a corporation organized under the laws of any foreign government?	No
72) is the Assignee or Transferee a corporation of which more than one-fifth of the capital stock is owned of record or voted by aliens or their representatives or by a foreign government or representative thereof or by any corporation organized under the laws of a foreign country?	No
73) Is the Assignee or Transferee directly or indirectly controlled by any other corporation of which more than one-fourth of the capital stock is owned of record or voted by aliens, their representatives, or by a foreign government or representative thereof, or by any corporation organized under the laws of a foreign country? If "Yes", attach exhibit explaining nature and extent of alien or foreign ownership or control	No

## **Basic Qualification Questions**

	***********
74) Has the Assignee or Transferee or any party to this application had any FCC station authorization, license or construction permit revoked or had any application for an initial, modification or renewal of FCC station authorization, license, construction permit denied by the Commission? If 'Yes', attach exhibit explaining circumstances	No
75) Has the Assignee or Transferee or any party to this application, or any party directly or indirectly controlling the Assignee or Transferee, or any party to this application ever been convicted of a felony by any state or federal court? If 'Yes', attach exhibit explaining circumstances	
76) Has any court finally adjudged the Assignee or Transferee, or any party directly or indirectly controlling the Assignee or Transferee guilty of unlawfully monopolizing or attempting unlawfully to monopolize radio communication, directly or indirectly, through control of manufacture or sale of radio apparatus, exclusive traffic arrangement, or any other means or unfair methods of competition? If 'Yes', attach exhibit explaining circumstances	No
77) Is the Assignee or Transferee, or any party directly or indirectly controlling the Assignee or Transferee currently a party in any pending matter referred to in the preceding two items? If 'Yes', attach exhibit explaining circumstances	Yes

# 78) Race, Ethnicity, Gender of Assignee/Transferee (Optional)

Race:	American Indian or Alaska Native	Asian	Black or African-American	Native Hawaiian or Other Pacific Islander	White	
Ethnicity:	Hispanic or Latino	Not Hispanic or Latino				
Gender:	Female	Male				

#### Assignor/Transferor Certification Statements

transferred until the consent of the Fede required because the transaction is sub telecommunications carriers. See Memory	eral Communications eject to streamlined r	Commission has been given, or (2) notification procedures forpro forma	that prior Commission consent is not
2) The Assignor or Transferor certifies incorporated by reference are material,			
79) Typed or Printed Name of Party Au	thorized to Sign		
First Name Douglas	MI: I	Last Name Brandon	Suffix

81) Date 03/18/04

# Assignee/Transferee Certification Statements

80) Title Vice President

Signature Douglas I Brandon

- 1) The Assignee or Transferee certifies either (1) that the authorization will not be assigned or that control of the license will not be transferred until the consent of the Federal Communications Commission has been given, or (2) that prior Commission consent is not required because the transaction is subject to streamlined notification procedures foipro forme assignments and transfers by telecommunications carriers See Memorandum Opinion and Order, 13 FCC Rcd 6293 (1998)
- 2) The Assignee or Transferee waives any claim to the use of any particular frequency or of the electromagnetic spectrum as against the regulatory power of the United States because of the previous use of the same, whether by license or otherwise, and requests an authorization in accordance with this application.
- 3) The Assignee or Transferee certifies that grant of this application would not cause the Assignee or Transferee to be in violation of any pertinent cross-ownership, attribution, or spectrum cap rule \*
- \*If the applicant has sought a waiver of any such rule in connection with this application, it may make this certification subject to the outcome of the waiver request
- 4) The Assignee or Transferee agrees to assume all obligations and abide by all conditions imposed on the Assignor or Transferor under the subject authorization(s), unless the Federal Communications Commission pursuant to a request made herein otherwise allows, except for liability for any act done by, or any right accured by, or any suit or proceeding had or commenced against the Assignor or Transferor prior to this assignment
- 5) The Assignee or Transferee certifies that all statements made in this application and in the exhibits, attachments, or in documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith
- 6) The Assignee or Transferee certifies that neither it nor any other party to the application is subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1998, 21 U S.C § 862, because of a conviction for possession or distribution of a controlled substance. See Section 1 2002(b) of the rules, 47 CFR § 1.2002(b), for the definition of "party to the application" as used in this certification.
- 7) The applicant certifies that it either (1) has an updated Form 602 on file with the Commission, (2) is filing an updated Form 602 simultaneously with this application, or (3) is not required to file Form 602 under the Commission's rules

#### 82) Typed or Printed Name of Party Authorized to Sign

First Name Carol	MI L	Last Name Tacker	Suffix	
83) Title VP-Asst Gen. Counse	& Corp Secretary	and and defends again gas and of the defended decreased decreased the graphs are pass	AND	
Signature Carol L Tacker	**************************************	84) Date 03/18/04		
WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 18, Section 1001) AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. Code, Title 47, Section 312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).				

#### Authorizations To Be Assigned or Transferred

85) Call Sign	86) Radio Service	87) Location Number	88) Path Number (Microwave only)	89) Frequency Number	90) Lower or Center Frequency (MHz)	91) Upper Frequency (MHz)	92) Constructed Yes / No	93) Assigment Indicator
KNLH630	CM	,	• •	,		•	Yes	

FCC Form 603 Schedule A

# Schedule for Assignments of Authorization and Transfers of Control in Auctioned Services

Approved by OMB 3060 - 0800 See instructions for public burden estimate

## **Assignments of Authorization**

# 1) Assignee Eligibility for Installment Payments (for assignments of authorization only)

Is the Assignee claiming the same category or a smaller category of eligibility for installment payments as the Assignor (as determined by the applicable rules governing the licenses issued to the Assignor)?

If 'Yes', is the Assignee applying for installment payments?

# 2) Gross Revenues and Total Assets Information (if required) (for assignments of authorization only)

Refer to applicable auction rules for method to determine required gross revenues and total assets information

Year 1 Gross Revenues (current)	Year 2 Gross Revenues	Year 3 Gross Revenues	Total Assets.
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#### 3) Certification Statements

#### For Assignees Claiming Eligibility as an Entrepreneur Under the General Rule

Assignee certifies that they are eligible to obtain the licenses for which they apply

#### For Assignees Claiming Eligibility as a Publicly Traded Corporation

Assignee certifies that they are eligible to obtain the licenses for which they apply and that they comply with the definition of a Publicly Traded Corporation, as set out in the applicable FCC rules

#### For Assignees Claiming Eligibility Using a Control Group Structure

Assignee certifies that they are eligible to obtain the licenses for which they apply

Assignee certifies that the applicant's sole control group member is a pre-existing entity, if applicable

# For Assignees Claiming Eligibility as a Very Small Business, Very Small Business Consortium, Small Business, or as a Small Business Consortium

Assignee certifies that they are eligible to obtain the licenses for which they apply.

Assignee certifies that the applicant's sole control group member is a pre-existing entity, if applicable

#### For Assignees Claiming Eligibility as a Rural Telephone Company

Assignee certifies that they meet the definition of a Rural Telephone Company as set out in the applicable FCC rules, and must disclose all parties to agreement(s) to partition licenses won in this auction. See applicable FCC rules

#### **Transfers of Control**

## 4) Licensee Eligibility (for transfers of control only)

As a result of transfer of control, must the licensee now claim a larger or higher category of eligibility than was	,
originally declared?	No
If 'Yes', the new category of eligibility of the licensee is	

#### Certification Statement for Transferees

Transferee certifies that the answers provided in Item 4 are true and correct

#### **Attachment List**

Attachment Type	Date	Description	Contents
Other	03/17/04	Exh 1: Desc. of Transaction & Public Interest Statement	0179168697396652632696587.pdf

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